

1 current employment or other activity if you're successful in
2 your challenge for Channel 2?

3 JUDGE SIPPEL: There's an objection?

4 MR. LEADER: Yes. I think the document speaks for
5 itself.

6 JUDGE SIPPEL: I'll sustain that particularly with
7 the breadth of the question. Hints are very difficult to
8 address in a document this size.

9 BY MR. GREENEBAUM:

10 Q Let me draw your attention to the September 28th,
11 1993 filing, page 17 --

12 A Okay.

13 Q Now, it's fair to say that you're a person who is a
14 key to the success of Sinclair. Is that correct?

15 MR. ZAUNER: Could you repeat that question, please?

16 BY MR. GREENEBAUM:

17 Q It's fair to say that he's a person upon whom
18 Sinclair's success is dependent -- key personnel under this
19 document.

20 A I would consider myself to be key personnel by
21 virtue of the fact that I'm a principal of the company,
22 certainly.

23 Q Isn't that a fact that nowhere in the
24 September 28th, 1993 filing -- distributed to the public for
25 investment purposes is there any reference to your pledge to

1 divest yourself -- terminate your then employment or divest
2 yourself of any --

3 MR. LEADER: Objection, Your Honor.

4 MR. ZAUNER: I have --

5 MR. LEADER: I have the same objection. I think the
6 document speaks for itself. If he wants to give the witness
7 an opportunity to read it, fine and if Mr. Greenebaum when he
8 writes findings wants to say there's nothing in the document
9 that says that, we'll be able to come back and show him where
10 it does.

11 JUDGE SIPPEL: Well, if the witness is able to show
12 Mr. Greenebaum where it does make that disclosure we'd like to
13 see it now, like the witness to tell us. Can you?

14 WITNESS: I couldn't tell you specifically where in
15 here -- where it wouldn't say that, no, only because I've read
16 so many iterations.

17 BY MR. GREENEBAUM:

18 Q Well, why don't you take a look at it?

19 JUDGE SIPPEL: Well, you have to give him some focus
20 in terms of a reasonable universe, section in the document.

21 WITNESS: Spend two hours reading this.

22 BY MR. GREENEBAUM:

23 Q I will suggest for this purpose then he look at
24 investment considerations which is page 12 and -- key
25 personnel on page 17.

1 JUDGE SIPPEL: Pages 12 and 17?

2 MR. GREENEBAUM: Right.

3 JUDGE SIPPEL: All right. Let's go off the record
4 while the witness takes a look at those pages.

5 (Off the record. On the record.)

6 JUDGE SIPPEL: The witness has been directed to read
7 just the title on the top of page 12 above the subparagraph
8 "Substantial leverage" and the entire section on dependence
9 upon key personnel in the middle of page 17 which consists of
10 two paragraphs.

11 MR. LEADER: Can I ask another question?

12 MR. GREENEBAUM: Maybe I can refresh his
13 recollection.

14 JUDGE SIPPEL: Go ahead. Well, you've asked him to
15 read it. Let's let him read it.

16 MR. GREENEBAUM: All right.

17 JUDGE SIPPEL: Go ahead, Mr. Leader.

18 MR. LEADER: In a sense, I don't know the relevance
19 of the question. If the question is whether the public was
20 put on notice, I think the issue which has been covered in
21 subsequent iterations of this document.

22 JUDGE SIPPEL: Well, that's not the question.

23 MR. GREENEBAUM: That's not the question.

24 JUDGE SIPPEL: The question is not subsequent
25 iterations of the document. Mr. Greenebaum --

1 MR. LEADER: Well, he's saying where -- but wait a
2 minute. But he's saying where in this document does it say
3 and it may be that it doesn't say in this one but it does in
4 the next amended S-1 that was submitted to the SEC.

5 JUDGE SIPPEL: Well, Mr. Greenebaum can ask those
6 questions or you can ask it on redirect.

7 MR. LEADER: All right. Well, in the interests of
8 time here, if the question is -- if the issue here is was the
9 public adequately put on notice that Mr. Smith may not be with
10 SBG at some time in the future, that's one question and that's
11 covered in these documents -- in subsequent iterations of the
12 document.

13 JUDGE SIPPEL: I think the issue is what was being
14 stated by this witness in this S-1 form on September 28th,
15 1993 with respect to his question. That's what it is.

16 JUDGE SIPPEL: Let's go off the record while the
17 witness reads.

18 WITNESS: I've read the paragraph.

19 JUDGE SIPPEL: All right. Stay on then.

20 WITNESS: What's the question, Mr. Greenebaum?

21 BY MR. GREENEBAUM:

22 Q The question is whether or not there's any reference
23 to your pledge to divest yourself -- terminate your then
24 current employment or divest yourself of any activity that
25 might interfere with the -- in that document filed with the

1 SEC.

2 A I can't comment on the document, I can only comment
3 on that paragraph which you asked me to read that's entitled
4 "Controlled by stockholders" on page 17. I can't comment on
5 the rest of the document.

6 MR. LEADER: How about 16? How about page 16?

7 MR. GREENEBAUM: Well, he can read the whole thing,
8 Your Honor.

9 MR. LEADER: Well, but page 16 answers
10 Mr. Greenebaum's question.

11 MR. ZAUNER: The document speaks for itself. We can
12 all read the document. Why do we need this witness to read
13 the document to say what's in it what's not in it if the
14 document is coming into evidence?

15 JUDGE SIPPEL: Well, I understand. Go ahead. I'm
16 going to permit this line of questioning up to a point but you
17 can't ask him whether or not it's in the whole document or
18 not.

19 MR. GREENEBAUM: We have this same problem at the
20 prior hearing so let me just ask him the question which was
21 not objected to and which he answered --

22 MR. LEADER: Well, wait a minute. He's asked him a
23 question now and there's something in the book that answers
24 Mr. Greenebaum's question.

25 MS. SCHMELTZER: Can you refer him to the right

1 page, please?

2 MR. GREENEBAUM: All right. What page do you want
3 him to look at, any page?

4 MR. LEADER: 16.

5 MS. SCHMELTZER: Page 16.

6 JUDGE SIPPEL: What portion of page 16?

7 MS. SCHMELTZER: Second paragraph.

8 MR. LEADER: Second paragraph. Wanted to know if
9 there was any notice about Four Jacks or Channel 2 as he
10 called it.

11 WITNESS: Page 16, top of the page?

12 JUDGE SIPPEL: Yes, it's the first full paragraph on
13 page 16 but it's at the top of the page. Read it to yourself
14 and then we can to on with -- then you can answer the
15 question.

16 WITNESS: I've read it. I've read the second
17 paragraph.

18 JUDGE SIPPEL: All right. Now, your question,
19 Mr. Greenebaum?

20 BY MR. GREENEBAUM:

21 Q What is it in this document, if anything, that is a
22 reference to your pledge to divest yourself, to terminate your
23 then current employment or divest yourself from any activity
24 that might interfere with the integration commitment in this
25 proceeding?

1 A There is a divestiture commitment on page 16
2 relative to Channel 45.

3 Q Now, of -- where is any reference to your pledge to
4 resign your then current employment?

5 A Would you like to read the document again?

6 Q No. Do you see any?

7 A Not in that paragraph.

8 Q Do you see any anywhere else?

9 MR. ZAUNER: Objection. Document speaks for itself.

10 JUDGE SIPPEL: All right. Sustained.

11 BY MR. GREENEBAUM:

12 Q Now, to divest yourself of WBFF is only one pledge
13 you made. Isn't that correct?

14 A It's a pledge I made.

15 Q You also pledged to resign from your then current
16 employment?

17 A To the extent it exists, yes.

18 Q And if you were to divest yourself -- you were
19 never employed by --

20 JUDGE SIPPEL: Wait, we have an objection.

21 MR. LEADER: Yeah, I have an objection. It would
22 seem to me that we're talking about what Mr. Smith told the
23 FCC, not what he told the SEC. Now, if Mr. Greenebaum is
24 questioning him on the bona fides of the S-1, implicit in his
25 question is the notion I think that somehow in this

1 September 28th document there's an SEC obligation to disclose
2 to potential bond holders that Mr. Smith said he was going to
3 sell Channel 45, he was going to resign from his then current
4 employment and make whatever time was available for him to
5 fulfill his integration commitment. Now, it seems to me that
6 a proper foundation for that question is that that's an SEC
7 requirement and that's perhaps maybe the reason why it's not
8 in here. There's no foundation for his question on the SEC
9 document. The document speaks for itself. In other words, it
10 may be irrelevant to the SEC that Mr. Smith said he was going
11 to make whatever time is available to Channel 2, I'm not
12 familiar with the requirements of what has to be in this SEC
13 document.

14 JUDGE SIPPEL: Well, but I think that again we're on
15 cross-examination and this is just one of several disclosures
16 in this area with the SEC that Mr. Greenebaum is going to ask
17 this witness about.

18 MR. LEADER: But Your Honor, so what does it prove
19 if it's not in this September 28th document?

20 JUDGE SIPPEL: Well, that's for me to determine when
21 you give me proposed findings. I mean, this is not going to
22 be given to me in isolation, this information. None of this
23 information --

24 MR. ZAUNER: I don't think it's going to given to
25 you at all because it seems to me to be irrelevant.

1 MR. HOWARD: May I answer that question? It's clear
2 -- from the document itself it's -- because they advised
3 investors of certain investment considerations and that's the
4 section that we're in here. Then under "Key personnel" the
5 company itself says that it is dependent upon its ability to
6 retain skilled management -- so by the company's definition of
7 what is material to potential investors --

8 MR. LEADER: Does it identify who the skilled
9 managers are?

10 MR. HOWARD: -- and it has identified the chief
11 executive officer, David Smith in particular as well as the
12 other present officers as among those key personnel, the loss
13 of any one of whom could have a significant -- effect. So
14 Mr. Leader's question is answered by --

15 MR. ZAUNER: No, but that's why we don't need to go
16 any further.

17 MR. LEADER: That's why we don't need to go any
18 further, because it's been disclosed. We told the investors
19 that Mr. Smith may not be --

20 MR. HOWARD: Your objection was that it may not be
21 an SEC requirement.

22 MR. GREENEBAUM: Your Honor, I don't want to argue
23 this.

24 JUDGE SIPPEL: I know. This is not the place to be
25 arguing this and with the witness here it doesn't help matters

1 at all. I mean, I wrote on this back in February of 1994 when
2 I added the issues. I mean, I certainly touched in this area,
3 it's relevant to the issue and we're going to get it in the
4 record and the witness can go home. I mean, I'm overruling
5 the objection. What I've instructed Mr. Greenebaum is not to
6 ask him a broad question with respect to the whole document.

7 MR. LEADER: Exactly.

8 JUDGE SIPPEL: That's out, we're not going to do
9 that anymore.

10 MR. GREENEBAUM: Let me try to put this in context
11 of the hearing that took place before you on November 15,
12 1993, page 1096. I asked him this question, had a few words
13 between counsel and my question is after Mr. Smith said to me,
14 "Repeat the question, Mr. Greenebaum."

15 By Mr. Greenebaum: "I'm afraid it's going to be the
16 third version of it but I'll do the best I can. Isn't it a
17 fact that nowhere in Exhibit 26," which is the document we
18 have in front of us now, Your Honor, September 28, 1993, "the
19 SEC filing -- distribute to the public for investment
20 purposes, is there any reference to your -- to divest
21 yourself, to terminate your then current employment or divest
22 yourself of any -- that might interfere with the integration
23 commitment of this proceeding?"

24 Answer: "If there is a reference, I think the
25 reference is as required on page 17 of the document and it's a

1 reference that you've already referenced which is controlled
2 by stockholders; dependent upon key personnel. I think the
3 document fairly clearly states that the company may be
4 dependent, that's why it's disclosed. In the event that I
5 leave the company as a result of being successful with Four
6 Jacks the public has been advised."

7 Question: "What language did you see that says the
8 public has been advised that you're going to leave if Four
9 Jacks is successful?"

10 Answer: "I read that document to suggest or make
11 clear to the public that in the event I am not there as a key
12 personnel or that other people as key personnel aren't there,
13 they are so advised and success or -- may not -- may or may
14 not happen."

15 MR. LEADER: So, what's the question?

16 JUDGE SIPPEL: That's in phase one, that's in the
17 record. I understand that. And this witness has now been
18 asked to testify almost to essentially the same thing on the
19 same -- with the same document and he hasn't changed his
20 testimony.

21 BY MR. GREENEBAUM:

22 Q So, that testimony is still accurate to the best of
23 your knowledge and ability?

24 A Yes.

25 Q So that I'm clear, you understood at that time that

1 the public was on notice that you had pledged to leave in the
2 event you were successful with Four Jacks' challenge to
3 Channel 2. Is that correct?

4 MR. ZAUNER: Objection. The record speaks for
5 itself -- he testified to is what he testified to.

6 JUDGE SIPPEL: I'll sustain, I'll sustain the
7 objection. I mean, I think -- well, I'm sustaining the
8 objection. Let's go on.

9 BY MR. GREENEBAUM:

10 Q Now sir, I believe you told us that you were
11 familiar with the -- and documents relating to this filing
12 made after September 28th, 1993. Is that correct?

13 A I'm familiar with them generally, yes.

14 Q Now, would you turn to Tab 16, amendment number five
15 to Form S-1 -- December 2, 1993?

16 A Okay.

17 Q And if you would turn to the same paragraph we were
18 talking about which starts on page 18, "Controlled by
19 stockholders dependent upon key personnel -- commitment by
20 executive officers -- ."

21 A Yes, I see --

22 Q And if you turn to page 19 five lines from the
23 bottom starting with "In addition -- David D. Smith, Robert E.
24 Smith and Frederick G. Smith, the executive officer of the
25 company has made certain commitments in the application filed

1 with the FCC by Four Jacks," and it goes on. Do you see that?

2 A You said five lines up or five sentences up or --

3 Q Five lines from the top.

4 A From the top, I'm sorry -- you said from the bottom.

5 "In addition"?

6 Q Yes, do you see --

7 A Okay. I see, I see it now, yeah.

8 Q Do you know what fact or circumstance caused that
9 language to be added at that time?

10 A Let me just read it, please. What was your
11 question now, Mr. Greenebaum --

12 Q Do you know what fact or circumstance caused that
13 language to be added at that time?

14 A I can suggest that the -- there may have been some
15 confusion essentially intergovernment agency in terms of what
16 an FCC pledge is and how that's viewed in terms of an SEC
17 filing and I would suggest that the SEC wanted clarification
18 as to what my intentions were and I think it's a function of
19 what we had added here that the SEC is now, you know, simply
20 having read this says okay, now I understand what your
21 intentions are and the investors are so advised.

22 Q And then there was a further clarification was there
23 not on Tab 17 which is the December 6, 1993 filing?

24 A What page, Mr. Greenebaum?

25 Q Page 19 of that same section.

1 A Is there a particular sentence or section you wish
2 me to read?

3 Q Yes. If you'll look at page 19, nine lines from the
4 top where it starts "The FCC application -- David D. Smith,
5 Robert Smith and Frederick G. Smith further stated that each
6 would resign from their then current employment and terminate
7 any other activities that might interfere with their
8 commitments to Four Jacks." Do you recall that?

9 A Yes.

10 Q What fact or circumstance caused this to be asserted
11 at this time?

12 A I think as I, as I indicated there was confusion I
13 gather between what we said to the FCC and the way the SEC may
14 have interpreted that and so what we intended to do here was
15 clarify that so there's no confusion as to what our intentions
16 are clearly for the benefit of the investors in the company.

17 Q And was it your mind-set at that time that if you
18 were successful with the challenge for Channel 2 that you
19 would not leave Sinclair?

20 A I don't see any reason at this point in time to
21 suggest that I would have to leave Sinclair.

22 Q And --

23 A I think this is more intended -- if I might add,
24 this was more intended to deal with the potential if I might
25 cite as an example if Sumner Redstone were to call me and ask

1 me to go to work for him during the context of this process I
2 -- and I chose to do so, that I would do so.

3 Q You don't in your mind equate employment with
4 ownership do you, sir?

5 A No.

6 Q In other words, if you were -- you could resign from
7 your employment if you wished to -- by still maintaining 25
8 percent stock in --

9 A I could resign my position as an officer/director
10 and still maintain every benefit that I currently have.

11 Q And still be a director?

12 A That's correct. Go to work for somebody else
13 tomorrow and get all the benefits that I still have --
14 currently have.

15 Q And do you currently have a full-time presence at
16 WBFF TV?

17 A No.

18 JUDGE SIPPEL: Another question, Mr. Greenebaum?

19 MR. GREENEBAUM: Just one moment, Your Honor. We're
20 trying to --

21 JUDGE SIPPEL: Go off the record.

22 (Off the record. On the record.)

23 BY MR. GREENEBAUM:

24 Q Just so I'm clear now, is it your intention to
25 remain with Sinclair if you're successful at Channel 2?

1 A My intentions are, Mr. Greenebaum, that I'm going to
2 do whatever is necessary to accommodate the commitment I've
3 made to the Commission with regard to my running of Channel 2.
4 That's what I'm committed to do.

5 Q No, I'm asking you whether or not your intention --

6 A What's what my intentions are.

7 Q Does that include remaining with Sinclair or
8 resigning from Sinclair?

9 A It includes whatever is necessary to accommodate
10 Channel 2. That's my primary objective.

11 Q Are you going to resign from Sinclair if you're
12 successful with Channel 2?

13 A At this point in time I don't see any reason to
14 resign from Sinclair. That's not to say that I won't. As I
15 said in the final S-1 that was filed, we've advised the
16 investors that it may or may not happen. We don't believe it
17 necessary, but --

18 Q Have you given --

19 JUDGE SIPPEL: I'm sorry to interrupt, but I think
20 you want to preface this question with assuming the fact that
21 there is an integration requirement. In other words -- the
22 law has been changed to this extent and that might impact his
23 answer. Do you understand what I'm saying?

24 MR. ZAUNER: Well, I think the question should go
25 the other way, at the time he made the integration proposal

1 what did he intend because that's what we're really testing
2 here.

3 JUDGE SIPPEL: Off the record.

4 (Off the record. On the record.)

5 BY MR. GREENEBAUM:

6 Q On the assumption integration requirements were
7 applicable would it be your intention to resign your
8 employment from Sinclair?

9 MR. LEADER: I'll object to that. I'm not sure
10 that's a very clear question. On the assumption that the
11 integration -- were applicable? When does -- what are we --
12 is that -- were in time or were as conditional or subjunctive?

13 JUDGE SIPPEL: I'll sustain the objection. I'd
14 suggest that you start by asking the question as of the
15 time --

16 MR. GREENEBAUM: -- this question -- technical.

17 JUDGE SIPPEL: Pardon?

18 MR. ZAUNER: If you're not going to object, I'm
19 going to object. I mean, we can't have witness being subject
20 to cross-examination by different attorneys sitting at the
21 same table.

22 MR. HOWARD: The judge asked the question --

23 MR. ZAUNER: And it's not technical.

24 MR. HOWARD: It has to do with Bechtel and
25 Mr. Greenebaum is not as familiar with what Bechtel --

1 MR. ZAUNER: Well, what we're concerned with is
2 what he said in the past and under the conditions that were in
3 existence in the past. What may happen in the future is
4 irrelevant to this inquiry. Can't we ask him at the time you
5 made the statement what did you intend to convey or something
6 of that nature?

7 JUDGE SIPPEL: Well, future intentions do have a lot
8 do with that. Let's not confuse the issue any more than it's
9 already confused.

10 MR. LEADER: The Commission has barred that, Your
11 Honor. With all due respect, the Commission has barred
12 inquiry into future commitments.

13 JUDGE SIPPEL: Let's have the question stated with
14 respect to at the time that the integration pledge was made
15 and at the time that he testified to his integration pledge
16 back in 1993.

17 BY MR. GREENEBAUM:

18 Q What did you mean by your statement that you would
19 you resign your then current employment if you were successful
20 in your challenge to Channel 2?

21 A The term then current employment in my view extends
22 to things other than any companies that I might be a
23 stockholder -- fundamental principal stockholder in. The
24 example I just gave you, if Sumner Redstone were to call me
25 and say would you please come run Paramount Studios for me

1 I -- consider myself to be an employee of Viacom in that
2 instance and in that event that I was successful in winning
3 Channel 2 I -- resign from that position.

4 Q So, your pledge did not cover Sinclair? Is that
5 what you're saying?

6 A As I said, I view myself as an officer, director,
7 principal of the company and if I, if I -- whether I'm there
8 or not there, I receive the economic benefits of the company.

9 Q You never took the position anywhere that you were
10 not an employee of Sinclair until after the issue was added
11 against Four Jacks --

12 MR. LEADER: Objection. There's a double negative
13 there. You never took the position anywhere --

14 JUDGE SIPPEL: I'll sustain the objection. Rephrase
15 the question.

16 BY MR. GREENEBAUM:

17 Q Did you ever take the position that you were not an
18 employee of Sinclair prior to February 1994?

19 MR. LEADER: Objection again. What's the relevance
20 of that? Because that's -- there was no requirement that he
21 resign.

22 JUDGE SIPPEL: I'm going to sustain the objection.
23 Limit your question to his representations before the FCC in
24 connection with seeking this license.

25 BY MR. GREENEBAUM:

1 Q When you represented to the FCC that you would
2 resign your then current employment, what employment did you
3 have in mind?

4 A Any employment that I may become involved in.

5 Q No employment -- you didn't consider yourself
6 employed by anybody at that time?

7 A That's correct.

8 JUDGE SIPPEL: So, it was only future employment?

9 WITNESS: Yes.

10 BY MR. GREENEBAUM:

11 Q Do you recall the declaration you filed
12 February 28th, 1994 attached to the motion for summary
13 decision in this proceeding?

14 A Was there a question there, Mr. Greenebaum?

15 Q Do you recall that declaration?

16 A If you put it before me I'm sure I'll remember it.
17 Certainly make the effort to.

18 MR. GREENEBAUM: We would ask this be admitted as
19 Scripps Howard 45.

20 JUDGE SIPPEL: Have it identified as Scripps Howard
21 45. It is entitled "Declaration of David D. Smith."

22 (Whereupon, Scripps Howard Exhibit 45
23 was marked for identification.)

24 JUDGE SIPPEL: You've got the document, Mr. Smith?

25 WITNESS: Yes, sir, I do.

1 JUDGE SIPPEL: Is there a section of it you want him
2 to take a look at, Mr. Greenebaum?

3 BY MR. GREENEBAUM:

4 Q Yes, a couple. Will you take a look at
5 paragraph 5?

6 A Yes, I have it.

7 Q I'm sorry, paragraph 6, starts on page 2 and goes
8 over to page 3. It's the last -- middle of that paragraph.
9 "Refer to my current full-time presence at WBFF TV." You told
10 us a few moments ago that you didn't have a full-time at WBFF.
11 Do you recall that?

12 A As, as employee.

13 Q This was not talking about employment in any way.

14 A Well, that's, that's the way I would, I would have
15 viewed it as -- that was the intent of your question was to
16 suggest that I was an employee there.

17 Q And do you see paragraph 5?

18 A Yes.

19 Q And would you read that to yourself, please?

20 JUDGE SIPPEL: Let's go off the record while he
21 reads it.

22 (Off the record. On the record.)

23 BY MR. GREENEBAUM:

24 Q Is that still your position today?

25 A Yes, it is.

1 Q And back to the language on page 6, to the extent
2 that you weren't employed there --

3 JUDGE SIPPEL: You mean paragraph 6?

4 BY MR. GREENEBAUM:

5 Q Yes, on page 3. What was it that you intended to do
6 with -- what did you mean by "My current full-time presence at
7 WBFF TV"?

8 MR. LEADER: It's been asked and answered, Your
9 Honor.

10 JUDGE SIPPEL: Well, he's going to ask it again
11 after reading paragraph 5. Hear the question?

12 WITNESS: I don't know.

13 JUDGE SIPPEL: Mr. Greenebaum, ask the question --

14 BY MR. GREENEBAUM:

15 Q Ask him what he meant by that phrase in this
16 context, "My current full-time presence at WBFF TV."

17 A Full-time presence in this, in this particular
18 context I view as a, as a principal in the company. Since I
19 own 25 percent of the company arguably from my view it's mine
20 therefore I'm there so it's there to suggest that I'm going to
21 have to divest myself of it and not be involved with it.

22 Q So, you feel that's covered by your divestiture
23 pledge?

24 A My divestiture pledge says what it says, it is what it
25 is, I'm going to divest myself of WBFF TV, I'm required to do

1 that.

2 Q What was different about your full-time presence at
3 WBFF TV and your relationship with Sinclair?

4 A There may be some confusion in that WBFF is --

5 JUDGE SIPPEL: Do you have an objection?

6 MR. LEADER: I do have an objection. I think the
7 question is confusing.

8 JUDGE SIPPEL: Well, the witness was starting to
9 answer it.

10 MR. LEADER: Well, this witness was starting to
11 explain the confusion which really isn't his role. He's
12 supposed to answer questions. But I think there was a
13 misunderstood premise in the question.

14 JUDGE SIPPEL: I'm going to overrule that objection.
15 Go ahead.

16 WITNESS: Do you want to ask the question again, Mr.
17 Greenebaum?

18 MR. GREENEBAUM: Would you read it to him, please,
19 ma'am?

20 (Whereupon, the tape was played back.)

21 JUDGE SIPPEL: Did you hear that?

22 WITNESS: I didn't even hear it, judge, I'm sorry.

23 JUDGE SIPPEL: Can you get more volume out of that?

24 (Whereupon, the tape was played back.)

25 BY MR. GREENEBAUM:

1 Q Mr. Smith?

2 A Yes?

3 Q Try to do this piecemeal.

4 A All right.

5 Q You've already told us that you are not now and were
6 not employed by WBFF TV at the time of this declaration. Is
7 that correct?

8 A That's correct.

9 Q And your position is that you do not consider
10 yourself to be an employee of Sinclair. Is that correct?

11 A Yes.

12 Q And I'm trying to figure out then how you say "By
13 virtue of the nature of my relationship with Sinclair 'the
14 current employment' did not refer to my ownership or executive
15 positions at Sinclair -- future employment or consulting
16 contracts that I might have at the time that the Four Jacks
17 application is granted and to my current full-time presence at
18 WBFF TV." What did you mean by that?

19 A It means simply that I will have no presence at BFF
20 as a principal owner. I'll not be involved in the business
21 anymore because I'll be divesting myself of it. Now, it may
22 also extend to include that WBFF happens to be in the same
23 complex as Sinclair Broadcast.

24 Q But if you sold WBFF --

25 A It would not be in that building anymore.

1 Q And you wouldn't have any presence with it to resign
2 either would you?

3 A Well, I'm not employed there so I can't resign.

4 Q In other words --

5 MR. LEADER: There's another false premise there. I
6 mean, if Mr. Smith -- if SBG assigns the asset of, of Channel
7 45, Chesapeake Television, Inc. may still exist as a company
8 which doesn't have any broadcast interest and he could still
9 be an officer and director of that company and fulfill his
10 divestiture commitment. On the other hand, if they sold stock
11 to divest he would have -- he would, he would resign.

12 JUDGE SIPPEL: Well, you're answering the question
13 for the witness, Mr. Leader. That doesn't help cross-
14 examination at all. If you have an objection, state the
15 objection and we'll argue the objection. Mr. Greenebaum?

16 BY MR. GREENEBAUM:

17 Q Isn't it a fact that you divested yourself of WBFF,
18 a pledge to -- to say that you're pledged to resign is
19 applicable to that station is a nonpledge? There would be
20 nothing to resign from would there?

21 A I would resign from being an officer and director if
22 I sold the stock in the company --

23 Q You wouldn't have any employment there to resign
24 though would you?

25 A No.